

**POLICY COMMITTEE MEETING MINUTES**  
**4000 WEST BROAD STREET**  
**RICHMOND, VIRGINIA**  
**JULY 27, 2005, 6:00 p.m.**

**PRESENT:** Charles Yates, Chairman, Richard Railey, Sherry Crumley, Marshall Davison, **STAFF:** Gary Martel, Ray Davis, John Moore, David Whitehurst, Virgil Kopf, Larry Harizanoff, Lynn Sikora, Charlie Sledd, Gerald Massengill

Chairman Yates called the meeting to order at 6:00 p.m.

David Whitehurst reported on the Governance Committee's progress in developing a governance manual for the Board. He has contacted other state fish and wildlife agencies along with other state government agencies to obtain guidance materials. The Virginia Retirement System's governance manual was felt to be very helpful and staff is using its Table of Contents as a reference outline as a focus guide for DGIF's governance manual. Materials also felt to be useful are the Commissioners Guidebook published by the Management Assistance Team and "Boards that Make a Difference" by John Carver. Copies of these materials have or will be made available to all members of the Board.

The Committee identified 40 plus items that it felt should be reviewed and considered and seven focus areas were developed. **Authority**, Powers and Duties of the Board, Delegation of Authority to the Director; **Principles:** Commitment, moral ownership, what the governing style of the Board will be (via guidance policies); state versus district perspective, code of ethics and conduct, conflict of interest for Board members; the Board governs, not manages; **Structure and Function of the Board:** roles of officers, term limitations, board meetings, board oversight of its own policies, self discipline/self policing by the board, meeting attendance, procedures for meetings, public participation guidelines, what are the board's products, monitoring for compliance, what is the board's job description; **Board/Staff Relations:** the board executive relationship policy; board/staff relationship (how does the board interact with staff); how staff keeps the board well-informed, board members need staff assistance, executive limitation policy (tell the director where he cannot go); board/staff communications, executive agreement as a performance measure, performance evaluations (establish how the Board will evaluate the director); **Committees:** an audit/compliance function (need for an independent audit/compliance function); **Relationship with the Public: Relationships with the Media;** Board/Secretary of Natural Resources (SNR) relationship, working within the state system; the board's responsibility for maintaining communication with the SNR, should the SNR participate in the Director's evaluation; possible definition of a Board/legislative relationship.

The Committee discussed the difference between governance and policies. Staff felt that policies are statements of values and perspective from the board and they can be as specific as the board desires as long as they do not go too deep into the agency's operation. Governance is the board's statement on its values and how it does its business. Other policies are the board's statement/vision for the agency, areas of focus and important goals. These directions should be in concert with the agency's mission statement.

Mr. Davison noted that it is his understanding that the board's governance manual will document how the board organizes itself and how it operates. The Policy Committee sets specifics and visions that will be implemented by the Director.

David Whitehurst was requested to develop a policy statement and a board governance statement, focusing on the difference between the two, and provide examples of each for the Board.

Gary Martel provided an overview of current Board policies that were developed and approved in the early 1990s. He distributed a listing of these policies that are in five focus areas: Administration, Fish and Wildlife, Lands and Facilities, Law Enforcement, and Licenses and Permits. Members were advised that a current Board policy establishes a procedure for adopting Board policies. Many of these policies will have to be revised as the Board evolves and changes, i.e., appointment and removal of license agents.

The Board's policy on its "Role and Responsibilities" (A-4-93) establishes a plan for the appointment of a director, strategic planning by the board, providing direction to the agency, and funding. The added addendum of 20 principles provides Board direction.

The Board also has policies, some of which are out-of-date, that provide financial, administration and guidance for program operations, i.e., stocking over wild trout, boat ramp maintenance, etc.

Committee members discussed additional areas where policies and administrative rules are needed. The following were identified.

- Clarification on duties on the responsibilities of the board; the agency director and the Secretary of Natural Resources.
- The SNR and the Board need to agree on a division of their responsibilities and duties to determine how they can work together to insure fulfillment of the agency's mission.

- The Board needs to address the working relationship with the SNR and how the Board will comply with responsibilities and its duties toward obtaining the appropriate approvals before implementing initiatives.
- A comprehensive fiscal policy on budgeting and appropriation.
- Policy on agency employees' participation in non-state activities.
- Strategic planning policy.
- An approval process for the director's travel and keeping the Board informed about the director's travel plans including a board approval process for those plans. Additionally, clarification is needed on what level of staff participation is appropriate for specific conferences.
- Clear performance expectations need to be established for the director.
- How will the Board be informed about agency-related audits that are conducted by the Internal Auditor.
- Policies on Board orientation and training processes.
- Ms. Crumley suggested that the Board receive a monthly accounting of the Director's work-related travel, i.e., the type of information that is captured via the agency's time accounting process.

Gary Martel provided a review of policies that have been completed by the Department to respond to issues identified in the May 23, 2005 Internal Auditor's Reports. An anti-retaliation policy has been completed and significant progress has been made in establishing salary administration policies. Copies of the completed policies were distributed to the Board members.

Staff is developing policies on appropriate spending levels for employees holding small purchase cards, standardized equipment needs, appropriate use of agency funds on private initiatives, conflict of interest and code of ethics policies, vehicle selection and purchase policies, procurement policies for special operations equipment and uniform needs, and policies on exceptions for uniform purchases.

The agency has established a Policy Committee that will meet regularly to complete the development of needed policies.

Mr. Martel noted that the agency's career track program is being reformatted by the Department's Human Resources Section and the program will be included in the agency's salary administration plan.

Mr. Martel asked and was told that the Board preferred to receive copies of department policies when they are approved.

Larry Harizanoff advised the Committee members on the specific authority of the human resources function: (1) no centralized authority other than to advise management of policies, (2) shared accountability (the direction in which the agency is headed), and (3) total centralization of the human resources model. He did note that the agency head is the chief personnel officer; however the agency's human resources manager will keep senior management informed of all non-compliance issues.

Mr. Yates requested staff input on areas where policy changes are needed.

The next meeting of the Policy Committee will be August 17, 2005, beginning at 6:00 p.m. Senior staff was requested to attend and present an overview of division policies. He also requested staff to be prepared to present specific recommendations on existing and additional policy needs.

Ms. Crumley requested that Board members receive guidance on specific documents needed for future meetings.

The meeting was adjourned at 7:20 p.m. by the Chairman.

Respectfully submitted,

Belle Harding  
Recording Secretary